

**IN THE UNITED STATES BANKRUPTCY COURT
FOR THE DISTRICT OF DELAWARE**

In re: W.R. GRACE & CO., <i>et al.</i>, Debtors.	§ § § § § § §	Chapter 11 Jointly Administered Case No. 01-01139 (KJC)
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**FEE AUDITOR’S FINAL REPORT REGARDING FINAL FEE APPLICATION
OF MORRISON & FOERSTER LLP FOR COMPENSATION FOR SERVICES
AND REIMBURSEMENT OF EXPENSES AS ORDINARY COURSE PROFESSIONAL
FOR THE PERIOD OF APRIL 1, 2007 THROUGH MAY 31, 2007**

This is the final report of Warren H. Smith & Associates, P.C., acting in its capacity as fee auditor in the above-captioned bankruptcy proceedings, regarding the Final Fee Application of Morrison & Foerster LLP for Compensation for Services and Reimbursement of Expenses as Ordinary Course Professional for the Period of April 1, 2007 through May 31, 2007 (the “Application”).

BACKGROUND

1. Morrison & Foerster LLP (“Morrison & Foerster”) was retained as an ordinary course professional (“OCP”) to provide legal services to the Debtors in regard to state tax litigation. In the Application, Morrison & Foerster seeks final approval of fees totaling \$163,083.75¹ and expenses

¹We note that the total of the fees requested in Morrison Foerster’s prior fee application is \$163,083.75. The Court ordered no reduction in fees for the prior period, which period is discussed in more detail in paragraph 3, and thus Morrison Foerster has deducted no sums from this amount to arrive at the figure it seeks of \$163,083.75. We note that the Court has ruled on the First through Fifty-First Interim Periods, but no ruling has been made on the Fifty-Second Interim Period.

totaling \$81,785.02² in excess of its \$50,000.00 monthly OCP cap for its services from April 1, 2007 through May 31, 2007 (the “Final Application Period”).

2. In conducting this audit and reaching the conclusions and recommendations contained herein, we reviewed in detail the Application in its entirety, including each of the time and expense entries included in the exhibits to the Application, for compliance with 11 U.S.C. § 330, Local Rule 2016-2 of the Local Rules of the United States Bankruptcy Court for the District of Delaware, Amended Effective February 1, 2014, and the United States Trustee Guidelines for Reviewing Applications for Compensation and Reimbursement of Expenses Filed Under 11 U.S.C. § 330, Issued January 30, 1996 (the “U.S. Trustee Guidelines”), as well as for consistency with precedent established in the United States Bankruptcy Court for the District of Delaware, the United States District Court for the District of Delaware, and the Third Circuit Court of Appeals. We have no issues with, or objections to, the Application, and thus we did not send an initial report to Morrison Foerster.

DISCUSSION

Prior Interim Applications

3. We note that we previously filed the following final report for Morrison Foerster’s prior interim application, which final report we incorporate by reference herein, and we also note the following order that ruled on Morrison Foerster’s prior interim fee application:

25th Period: Fee Auditor’s Combined Final Report Regarding Those Fee Applications

²We note that the total of the expenses requested in Morrison Foerster’s prior fee application is \$81,785.02. There were no reductions ordered by the Court for the prior period, which period is discussed in more detail in paragraph 3, and thus Morrison Foerster has deducted no sums from this amount to arrive at the figure it seeks of \$81,785.02. We note that the Court has ruled on the First through Fifty-First Interim Periods, but no ruling has been made on the Fifty-Second Interim Period.

with No Fee or Expense Issues for the Twenty-Ninth Interim Period (Docket #20150), filed on or about November 26, 2008, in which we recommended approval of fees totaling \$163,083.75 and expenses totaling \$81,785.02. These recommendations were adopted in the Order Approving Quarterly Fee Applications for the Twenty-Ninth Period, dated December 17, 2008 (Docket #20283).

4. We have reviewed the final report and order allowing fees and expenses for the prior interim period, and we do not believe there is any reason to change any of the amounts awarded for the prior interim period.

CONCLUSION

5. Thus, we recommend final approval of \$163,083.75³ in fees and \$81,785.02⁴ in expenses for Morrison Foerster's services for the Final Application Period.

³We note that the total of the fees requested in Morrison Foerster's prior fee application is \$163,083.75. The Court ordered no reduction in fees for the prior period, which period is discussed in more detail in paragraph 3, and thus Morrison Foerster has deducted no sums from this amount to arrive at the figure it seeks of \$163,083.75. We note that the Court has ruled on the First through Fifty-First Interim Periods, but no ruling has been made on the Fifty-Second Interim Period.

⁴We note that the total of the expenses requested in Morrison Foerster's prior fee application is \$81,785.02. There were no reductions ordered by the Court for the prior period, which period is discussed in more detail in paragraph 3, and thus Morrison Foerster has deducted no sums from this amount to arrive at the figure it seeks of \$81,785.02. We note that the Court has ruled on the First through Fifty-First Interim Periods, but no ruling has been made on the Fifty-Second Interim Period.

Respectfully submitted,

WARREN H. SMITH & ASSOCIATES, P.C.



By: _____

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FEE AUDITOR

CERTIFICATE OF SERVICE

I hereby certify that a true and correct copy of the foregoing document has been served by First Class United States mail to the attached service list on this 23rd day of July, 2014.



Warren H. Smith

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